

I.C.C. Doc
Witness
Date 10/27/2012 Reporter [Signature]
FILE
00-0304
Exhibit No. 2

**SCURLOCK PERMIAN PIPE LINE LLC
RESPONSE TO STAFF DATA REQUESTS
ENG 1.1 – ENG 1.15**

DOCKET NO. 00-0304

ENG 1.1 Provide a detailed map showing all of the pipeline in Illinois formerly owned by Scurlock Permian Pipe Line LLC ("Scurlock") and All American Pipeline, L.P. ("All American"). The map should clearly differentiate between the two companies' holding.

Response: SCURLOCK DATA

The following described Scurlock Permian Pipeline LLC pipelines are located in the LOUDON/SANDOVAL AREA, ILLINOIS AREA, CLAY CITY AREA, and NOBLE AREA, of the State of Illinois which were acquired in 1999 from Marathon Ashland Pipeline LLC.

LOUDON/SANDOVAL AREA

This system includes the Loudon 2" through 10" diameter pipeline gathering system, the Loudon-Patoka 6" through 10" diameter pipeline trunkline, the Loudon-Brownstown 6" diameter pipeline trunkline, the Carlyle/Sandoval 2" through 6" diameter pipeline gathering system and the Sandoval-Patoka 8" diameter trunkline (shown on Attachment ENG 1.1 A-1).

ILLINOIS AREA

These pipelines include the Enfield area 4" diameter pipeline gathering system, the Lawrence County 2" through 8" diameter pipeline gathering system, the Crawford County 2" through 8" diameter pipeline gathering system and the Illinois 2" through 15" diameter pipeline gathering system (shown on Attachment ENG 1.1 A-2).

CLAY CITY AREA

The Clay City 1" through 4" diameter pipeline gathering system includes approximately 4 miles of inactive plastic pipeline (shown on Attachment ENG 1.1 A-3).

NOBLE AREA

The Noble 2" through 10" diameter pipeline gathering system consists of approximately 408 miles of steel and plastic pipeline which are currently not in use (shown on Attachment ENG 1.1 A-4).

ALL AMERICAN DATA

At this time, All American Pipeline L.P., does not directly own or operate any pipelines or related facilities in the State of Illinois. All American Pipeline currently owns and operates intrastate and interstate pipelines in California and Texas, as described below.

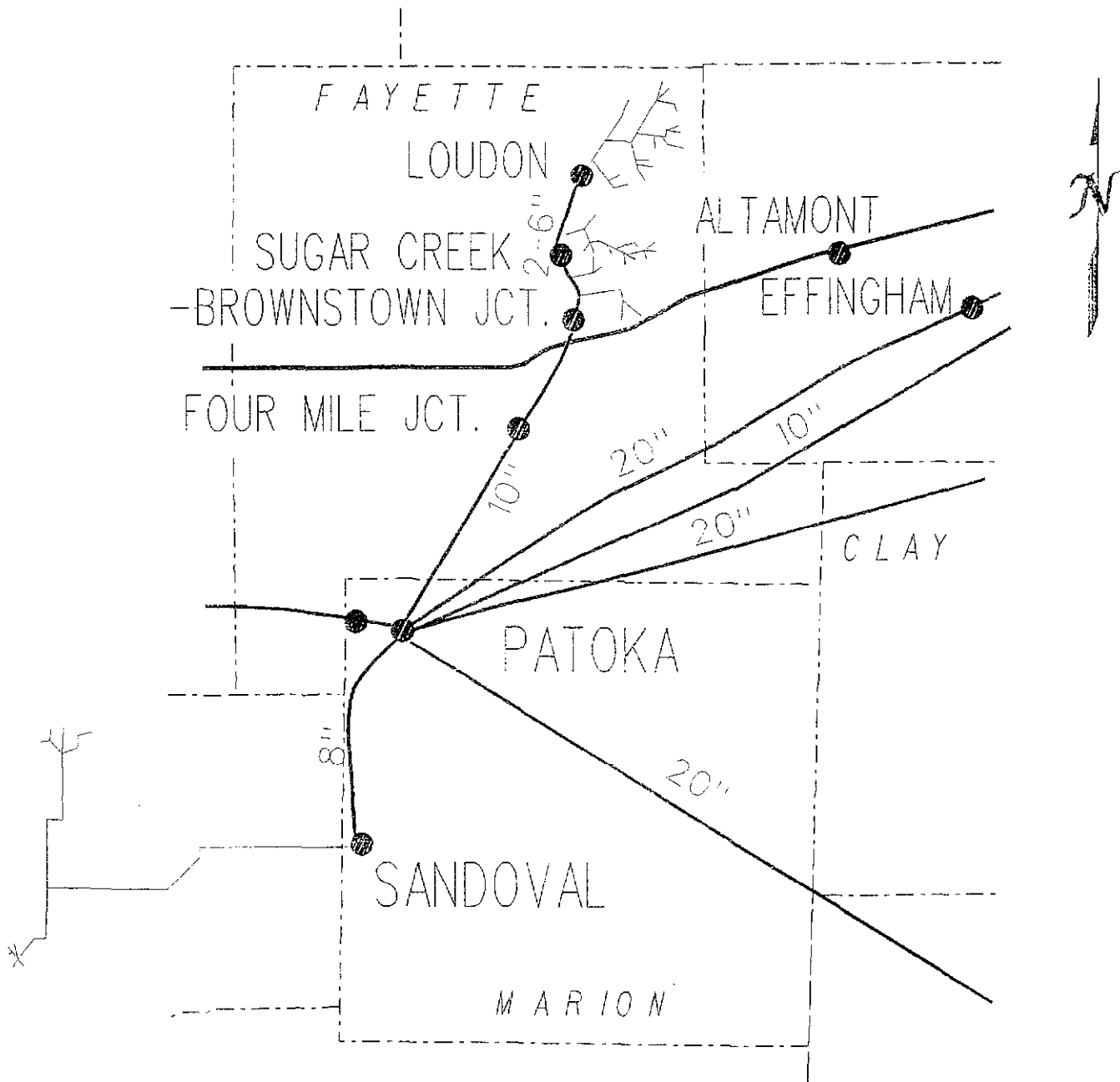
CALIFORNIA

The All American Pipeline is a 24 and 30-inch diameter, heated, crude oil pipeline with an optimal design capacity of 300,000 barrels per day. It begins in Santa Barbara County, California, at Exxon's Las Flores Canyon, and extends about 10 miles west to its pipeline injection point at the Gaviota Pump Station which is located adjacent to the Point Arguello processing plant at Gaviota. The pipeline continues north and east about 130 miles to the AAPL Emidio Pump Station in Kern County, California (Attachment ENG 1.1 B).

TEXAS

The All American Pipeline, L.P., West Texas Gathering System includes trunk lines and station facilities which are located in west Texas in the vicinity of Midland and include about 401 miles of gathering lines and about 459 miles of trunklines. When combined these gathering and trunklines are capable of transporting up to 190,000 barrels per day (Attachment ENG 1.1 C). Major crude oil storage tanks include those located at: Crane (400,000 barrels); Goldsmith (108,000 barrels); Judkins (240,000 barrels); Keystone (77,000 barrels); Midland (352,000 barrels); Monahans (810,000 barrels) and Wink (1,600,000 barrels).

See maps attached as Attachments ENG 1.1 A-1, ENG 1.1 A-2, ENG 1.1 A-3, ENG 1.1 A-4, ENG 1.1 B, and ENG 1.1 C.



This drawing only reflects larger diameter, primary gathering lines and not secondary gathering lines and previously idled pipe, all of which are conveyed unless expressly specified to the contrary.

ATTACHMENT ENG 1.1A-1

— ASSETS TO BE RETAINED
 - - - APPROXIMATE LOCATION
 OF LOUDON/SANDOVAL ASSETS

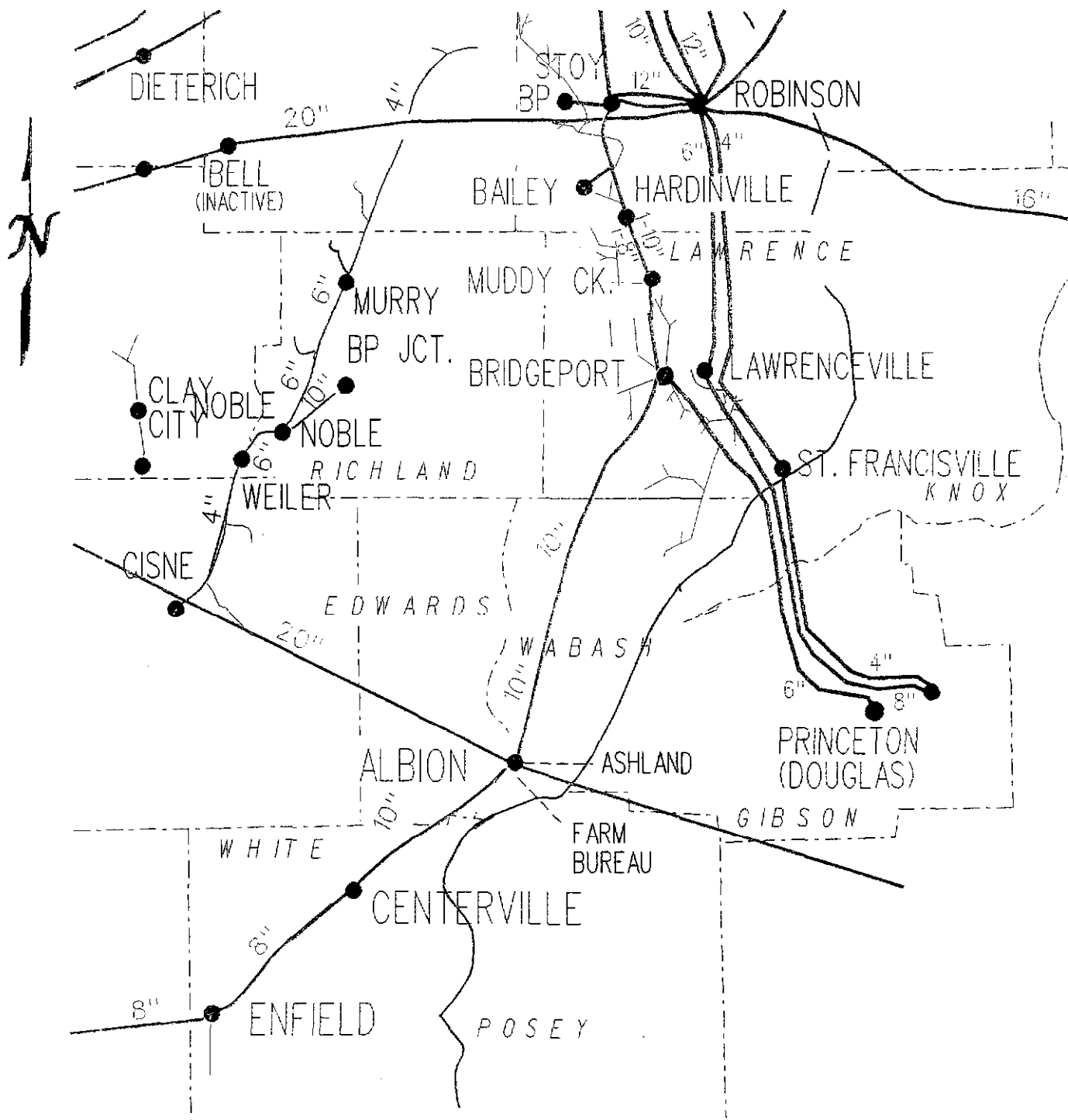


Marathon Ashland
 Pipe Line LLC

Findlay, Ohio 43840
 Established 1988

LOUDON/SANDOVAL AREA

DRAWN BY R.C.	APPROVED BY	DATE 3/16/99
SCALE NONE	JOB NO.	FILE NO. ISE134.DGN



This drawing only reflects larger diameter, primary gathering lines and not secondary gathering lines and previously idled pipe, all of which are conveyed unless expressly specified to the contrary.

ATTACHMENT ENG 1.1A-2

— ASSETS TO BE RETAINED
 — APPROXIMATE LOCATION OF ILLINOIS ASSETS

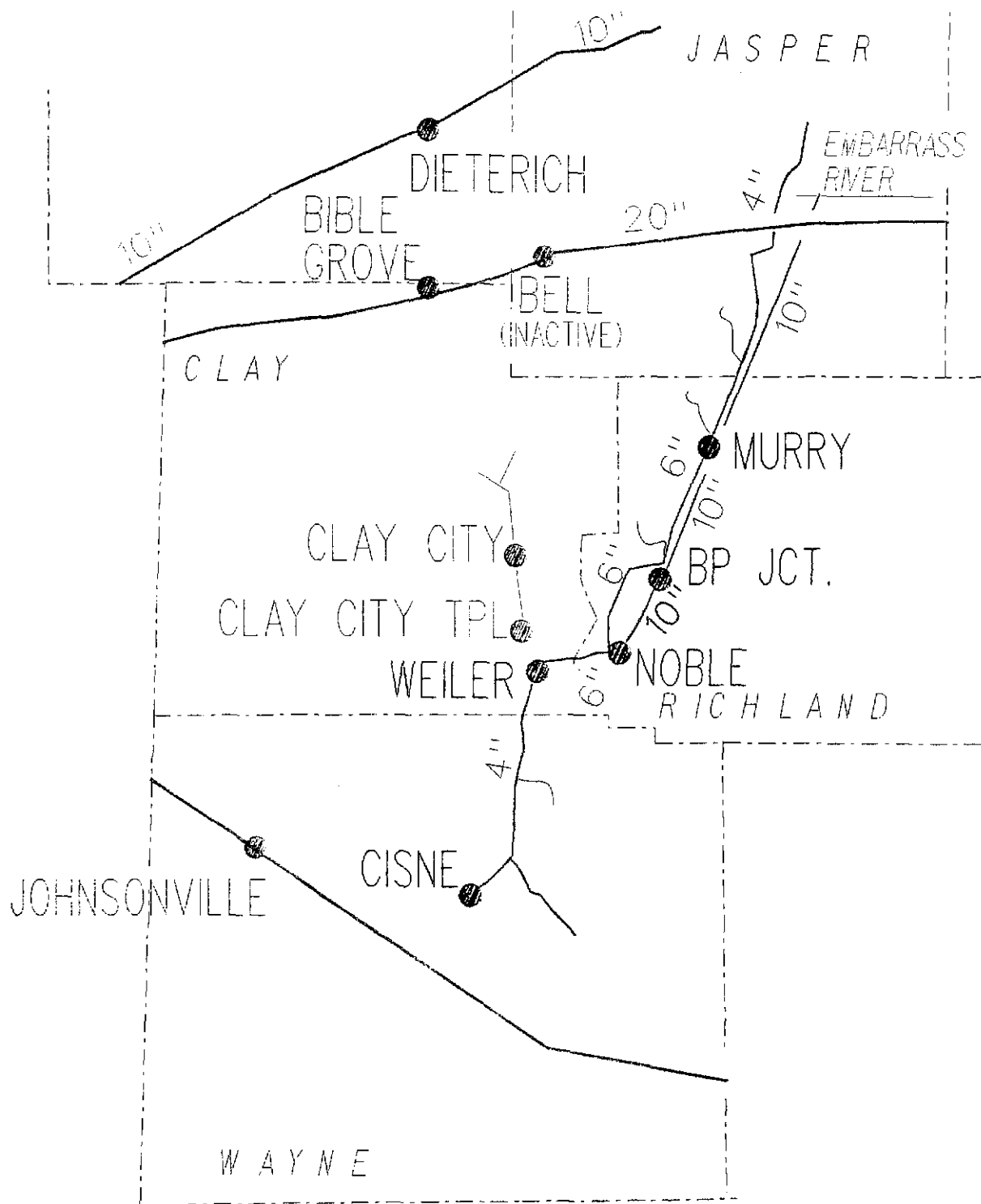


**Marathon Ashland
 Pipe Line LLC**

Findlay, Ohio 42401
 Established 1928

ILLINOIS AREA



DRAWN BY R.C.	APPROVED BY	DATE 3/16/99
SCALE NONE	JOE NC	FILE NO. ISE133.DGN

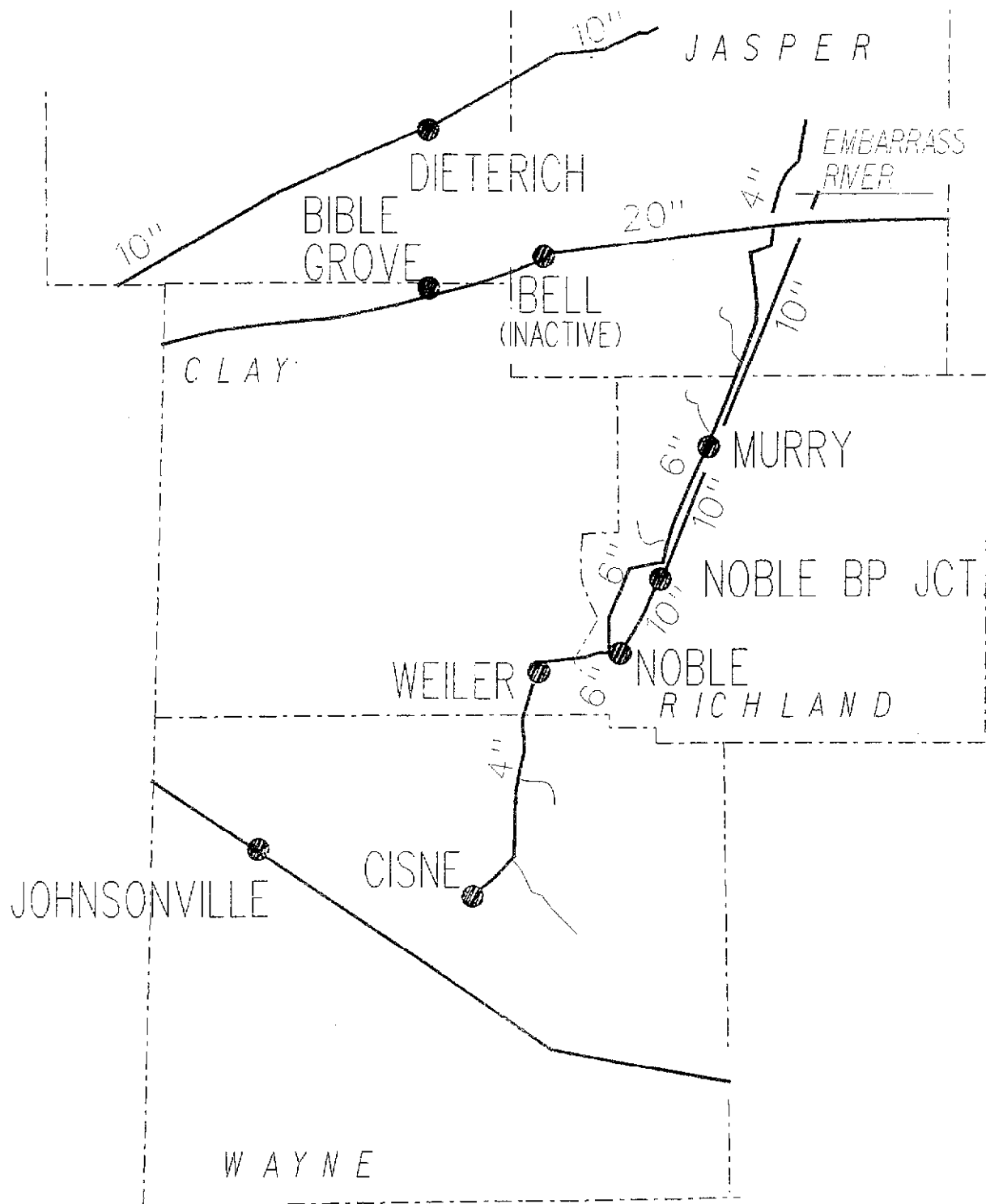


This drawing only reflects larger diameter, primary gathering lines and not secondary gathering lines and previously idled pipe, all of which are conveyed unless expressly specified to the contrary.

ATTACHMENT ENG 1.1A-3

- ASSETS TO BE RETAINED
- APPROXIMATE LOCATION OF CLAY CITY ASSETS



 		Marathon Ashland Pipe Line LLC <small>Findlay, Ohio 45840 Established 1966</small>	
		CLAY CITY AREA	
3-16-99	Edit Area	R.C.	
DATE	REVISION	BY	
DRAWN BY	APPROVED BY	DATE	SCALE
M. GALLANT		12-23-98	NONE
JOB NO.	DB-WRK. NO.	FILE NO.	
	ISC123	ISC123.DGN	

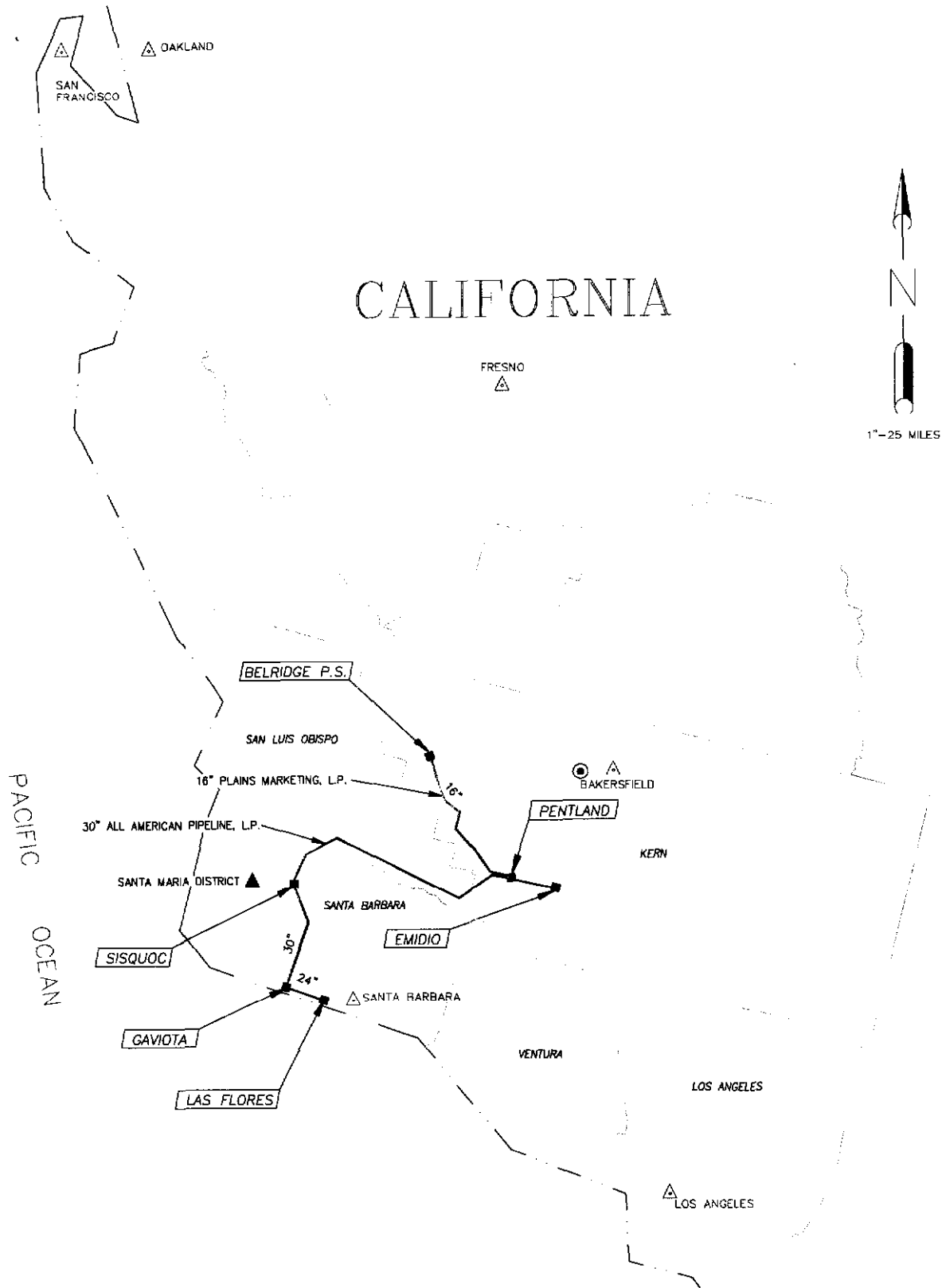


This drawing only reflects larger diameter, primary gathering lines and not secondary gathering lines and previously idled pipe, all of which are conveyed unless expressly specified to the contrary.

ATTACHMENT ENG 1.1A-4

—— ASSETS TO BE RETAINED
 —— APPROXIMATE LOCATION OF NOBLE ASSETS

 		Marathon Ashland Pipe Line LLC <small>Findlay, Ohio 45840 Established 1993</small>	
		NOBLE AREA (OUT OF SERVICE)	
3-16-99	Edit Area	R.C.	
DATE	REVISED	BY	
DRAWN BY M. GALLANT		APPROVED BY	
DATE 12-23-98		SCALE NONE	
JOB NO.		DRAWING NO. 1SE123	FILE NO. 1SE123-DCM



ATTACHMENT ENG 1.1B

ALL AMERICAN PIPELINE, L.P.

PLAINS MARKETING, L.P./ALL AMERICAN PIPELINE, L.P.

LEGEND

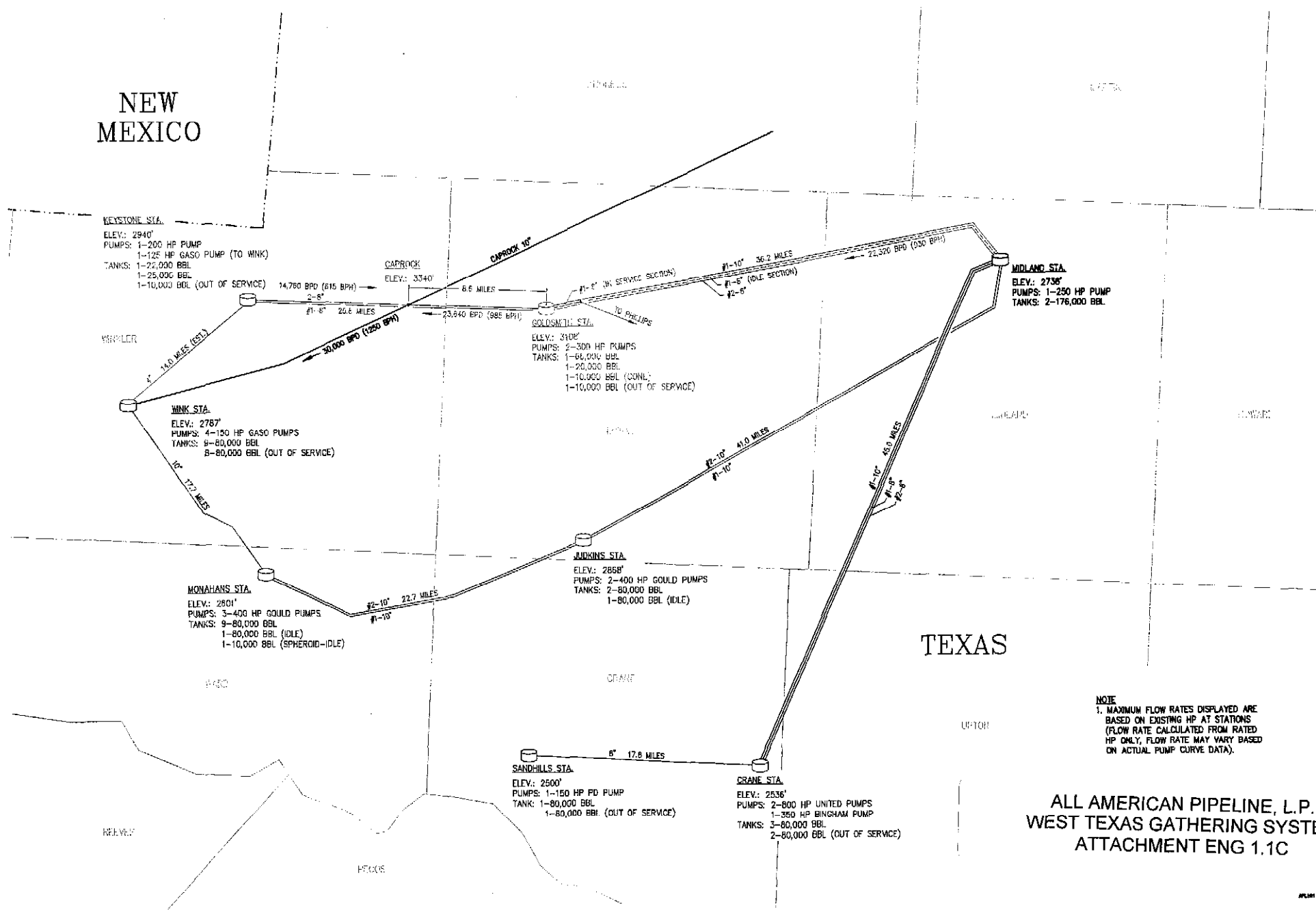
- ALL AMERICAN PIPELINE, L.P.
- PLAINS MARKETING, L.P.
- ALL AMERICAN PIPELINE STATIONS
- △ CITY
- DIVISION OFFICE
- ▲ DISTRICT OFFICE

REVISED 6/5/00

APL101

THIS MAP HAS BEEN VERY CAREFULLY PREPARED FROM THE BEST SOURCES AVAILABLE AT THE TIME OF PREPARATION, BUT PLAINS MARKETING, L.P./ALL AMERICAN PIPELINE, L.P. DOES NOT GUARANTEE THE ACCURACY OF THE MAP NOR THE SIZES OR TITLES INDICATED. NOR DOES PLAINS MARKETING, L.P./ALL AMERICAN PIPELINE, L.P. ASSUME ANY RESPONSIBILITY OR LIABILITY FOR ANY RELIANCE THEREON.

NEW MEXICO



NOTE
1. MAXIMUM FLOW RATES DISPLAYED ARE
BASED ON EXISTING HP AT STATIONS
(FLOW RATE CALCULATED FROM RATED
HP ONLY, FLOW RATE MAY VARY BASED
ON ACTUAL PUMP CURVE DATA).

ALL AMERICAN PIPELINE, L.P.
WEST TEXAS GATHERING SYSTEM
ATTACHMENT ENG 1.1C

RESPONSE TO STAFF DATA REQUESTS
ENG 1.1 – ENG 1.15

DOCKET NO. 00-0304

ENG 1.2 **Is Scurlock operating as an interstate or an intrastate carrier, or both?**
Please explain.

Response: Scurlock operates as both an intrastate carrier and an interstate carrier. Gathering and local transport operations are intrastate. Through connections, Scurlock provides interstate service under FERC jurisdiction.

**SCURLOCK PERMIAN PIPE LINE LLC
RESPONSE TO STAFF DATA REQUESTS
ENG 1.1 – ENG 1.15**

DOCKET NO. 00-0304

ENG 1.3 Will All American be operating as an interstate or an intrastate carrier, or both? Please explain.

Response: All American operates as both an intrastate and an interstate carrier. Intrastate services are provided in California and Texas via the facilities described above (see response to ENG 1.1) and interstate service under FERC jurisdiction is provided through connections.

**SCURLOCK PERMIAN PIPE LINE LLC
RESPONSE TO STAFF DATA REQUESTS
ENG 1.1 – ENG 1.15**

DOCKET NO. 00-0304

ENG 1.4 Explain why you believe there is a public need for the services that are currently rendered by Scurlock and will be rendered by All American.

Response: As found by the Commission in Docket 99-0376, the crude oil gathering service provided by the so-called Illinois Basin Assets previously operated by Marathon Ashland Pipeline and now by Scurlock Permian/All American has been provided for many years to crude oil producers in Illinois. During 1998, the Illinois Basin Assets transported between 22% and 25% of all the crude oil produced in Illinois. The crude oil transported by the gathering systems during 1998 totaled approximately 2.6 million barrels from the wells of approximately 250 producers. Trucking the crude oil from the wells, some of which are located in remote areas, to gathering hubs or refineries would be more expensive than pipeline transportation, and during bad weather the wells are sometimes inaccessible by truck. Pipeline gathering is the most efficient and reliable means of collecting crude oil from the wells and delivering it to hubs and refineries. Producers rely upon the pipeline gathering service, and without it, there would be no reliable or efficient means of delivering their oil to refineries. For these reasons, as the Commission found, there has been and remains a public need for the gathering systems and for the transportation of crude oil from the gathering systems to gathering hubs or refineries. The public convenience and necessity require the continued operation of the gathering systems and the pipelines from the gathering fields to Patoka, which is a crude oil gathering hub.

**SCURLOCK PERMIAN PIPE LINE LLC
RESPONSE TO STAFF DATA REQUESTS
ENG 1.1 – ENG 1.15**

DOCKET NO. 00-0304

ENG 1.5 Provide a sheet detailing the size, length, current capacity, products shipped, and normal operating flow rates for each pipeline.

Response: The following described pipelines are located in the LOUDON/SANDOVAL AREA, ILLINOIS ARE, CLAY CITY AREA, and NOBEL AREA, of the State of Illinois which were acquired in 1999 from Marathon Ashland Pipeline LLC.

LOUDON/SANDOVAL AREA

This system includes the Loudon 2" through 10" diameter pipeline gathering system, the Loudon-Patoka 6" through 10" diameter pipeline trunkline, the Loudon-Brownstown 6" diameter pipeline trunkline, the Carlyle/Sandoval 2" through 6" diameter pipeline gathering system and the Sandoval-Patoka 8" diameter trunkline. These pipelines consist of steel and plastic pipelines that gather and transport crude oil from wellhead to downstream delivery points. Typical flow rates are between 180 and 235 barrels per hour and typical operating pressures range between 50 and 130 psi. The system includes approximately 72 miles of pipeline which are currently used and approximately 91 miles of pipelines that are not currently in use (shown on Attachment ENG 1.1 A-1).

ILLINOIS AREA

These pipelines include the Enfield area 4" diameter pipeline gathering system, the Lawrence County 2" through 8" diameter pipeline gathering system, the Crawford County 2" through 8" diameter pipeline gathering system and the Illinois 2" through 15" diameter pipeline gathering system. These pipelines consist of steel and plastic pipelines that gather and transport crude oil from wellhead to downstream delivery points. Typical flow rates are between 5 and 25 barrels per hour and typical operating pressures range between 0 and 25 psi. The system includes approximately 56 miles of pipeline which are currently used and approximately 112 miles

of pipelines that are not currently in use (shown on Attachment ENG 1.1 A-2).

CLAY CITY AREA

The Clay City 1" through 4" diameter pipeline gathering system includes approximately 4 miles of inactive plastic pipeline (shown on Attachment ENG 1.1 A-3).

NOBLE AREA

The Noble 2" through 10" diameter pipeline gathering system consists of approximately 404 miles of steel and plastic pipeline which are currently not in use (shown on Attachment ENG 1.1 A-4).

**SCURLOCK PERMIAN PIPE LINE LLC
RESPONSE TO STAFF DATA REQUESTS
ENG 1.1 – ENG 1.15**

DOCKET NO. 00-0304

ENG 1.6 Explain why the Commission should find that All American is fit, willing, and able to operate the pipeline.

Response: All American will continue to operate the Illinois Basin Assets with the same personnel and facilities that now provide the service as a Scurlock Permian offering. All American has long experience in operating similar facilities in Texas, Louisiana, Mississippi, and New Mexico, and that experience provides it with the knowledge, skill and personnel to operate the transferred assets and serve the crude oil gathering and shipping needs served by the transferred assets. All American's past success in operating such facilities and its relationship with Plains Resources provide the financial resources and strength to be successful in operating and maintaining the transferred assets.

**SCURLOCK PERMIAN PIPE LINE LLC
RESPONSE TO STAFF DATA REQUESTS
ENG 1.1 – ENG 1.15**

DOCKET NO. 00-0304

ENG 1.7 Explain how or why the public's convenience and necessity would be served by having All American operate the pipeline.

Response: As found by the Commission in Docket 99-0376, the crude oil gathering service provided by the so-called Illinois Basin Assets previously operated by Marathon Ashland Pipeline and now by Scurlock Permian/All American has been provided for many years to crude oil producers in Illinois. During 1998, the Illinois Basin Assets transported between 22% and 25% of all the crude oil produced in Illinois. The crude oil transported by the gathering systems during 1998 totaled approximately 2.6 million barrels from the wells of approximately 250 producers. Trucking the crude oil from the wells, some of which are located in remote areas, to gathering hubs or refineries would be more expensive than pipeline transportation, and during bad weather the wells are sometimes inaccessible by truck. Pipeline gathering is the most efficient and reliable means of collecting crude oil from the wells and delivering it to hubs and refineries. Producers rely upon the pipeline gathering service, and without it, there would be no reliable or efficient means of delivering their oil to refineries. For these reasons, as the Commission found, there has been and remains a public need for the gathering systems and for the transportation of crude oil from the gathering systems to gathering hubs or refineries. The public convenience and necessity require the continued operation of the gathering systems and the pipelines from the gathering fields to Patoka, which is a crude oil gathering hub.

**SCURLOCK PERMIAN PIPE LINE LLC
RESPONSE TO STAFF DATA REQUESTS
ENG 1.1 – ENG 1.15**

DOCKET NO. 00-0304

ENG 1.8 **List each company who owns All American. Also, provide a listing of each company owned directly or indirectly by All American or any subsidiary or parent company, involved in the energy sector (natural gas, liquids, petroleum products, electricity, etc.) that conducts business in Illinois. The listing should include the company's name and the type of business it conducts in Illinois. If the business also includes owning or operating other pipelines in Illinois, also provide a general description of those lines as well.**

Response: **GENERAL ORGANIZATION OF THE MASTER LIMITED PARTNERSHIP**

The Plains All American Pipeline, L.P., Master Limited Partnership (MLP) was established on March 15, 1998. At the present time, the MLP consists of Plains Marketing, L.P., All American Pipeline, L.P., and Scurlock Permian Pipeline LLC. Plains All American Inc., a Delaware corporation, serves as the General Partner for the two limited partners listed above, and as Manager for the single member limited liability company listed above. Upon receipt of all regulatory approvals, Scurlock Permian Pipeline LLC will merge with and into All American Pipeline, L.P., with All American Pipeline, L.P., becoming the surviving entity.

Plains Marketing, L.P., an affiliate of All American Pipeline, L.P., purchases, sells, exchanges and gathers crude oil and condensate with the State of Illinois. Plains Marketing, L.P., does not directly own or operate any pipeline facilities in the State of Illinois.

**SCURLOCK PERMIAN PIPE LINE LLC
RESPONSE TO STAFF DATA REQUESTS
ENG 1.1 – ENG 1.15**

DOCKET NO. 00-0304

ENG 1.9 What entities currently transport products via the pipelines that All American is trying to acquire in this proceeding? Provide all correspondence that the Company has had with each of these entities regarding the use of the proposed pipelines in question.

Response: The transporters will be the approximately 250 producers of crude petroleum located in and around the gathering systems now operated by Scurlock and to be operated by All American. Correspondence with such entities, other than routine nominations and invoicing/collection matters, has concerned the tariffs of Scurlock. See response to ENG 1.13.

**SCURLOCK PERMIAN PIPE LINE LLC
RESPONSE TO STAFF DATA REQUESTS
ENG 1.1 – ENG 1.15**

DOCKET NO. 00-0304

ENG 1.10 Provide copies of all contracts that All American has signed for delivering petroleum over the system in question with the entities listed in response to Staff data request ENG 1.9.

Response: There are no such contracts. In the normal course, the only “contract” between a producer and the pipeline operator is the tariff applicable to the transportation of crude oil. The producer nominates the amount of crude that is to be transported, and the pipeline reserves the nominated capacity and charges the tariffed rate for the volumes transported.

**SCURLOCK PERMIAN PIPE LINE LLC
RESPONSE TO STAFF DATA REQUESTS
ENG 1.1 – ENG 1.15**

DOCKET NO. 00-0304

ENG 1.11 Has All American ever been charged with violating any Federal or State laws, rules or regulations related to the operation of its pipeline systems within the last five years? If yes, then provide the following:

- A. citation to the specific law, rule or regulation violated;**
- B. short synopsis of the facts alleged which formed the basis for the charge;**
- C. the outcome of the charge;**
- D. time period covered by the charge, and**
- E. location of the pipeline system where the violation is alleged to have occurred.**

Response: No.

**SCURLOCK PERMIAN PIPE LINE LLC
RESPONSE TO STAFF DATA REQUESTS
ENG 1.1 – ENG 1.15**

DOCKET NO. 00-0304

ENG 1.12 Provide a list of complaints lodged against All American and/or any of its affiliates by property owners adjacent to or nearby any pipeline which it owned or operated within the last five years. Also, include as part of your response, the name and location of the party lodging the complaint, the date on which the complaint was lodged, the nature of the complaint and what steps were taken to resolve the complaint.

Response: The complaint described below is the only complaint lodged against All American Pipeline Company or All American Pipeline, L.P., its successor in interest, in the last five years.

PLAINTIFF:

Mountain Meadows Community Services District
c/o Borton, Petrini & Conron
Attn.: Patrick J. Steele, Esq.
1600 Truxton Avenue
P.O. Box 2026
Bakersfield, CA 93303
Telephone No. 661-322-3051

DEFENDANTS:

All American Pipeline Company (predecessor in interest to All American Pipeline, L.P.), and DOES 1 through 20, inclusive

CASE NUMBER: 225289
SPG Superior Court of the State of California
For the County of Kern

DATE OF FILING: February 2, 1994

NATURE: Plaintiff alleged All American Pipeline Company constructed a natural gas pipeline on, through and under the roads in the Mountain Meadows Subdivision and damaged such roads and made no attempt to avoid or repair the damage or to compensate plaintiff for the pipeline remaining under the roads.

RESOLUTION: It was determined that All American Pipeline Company was an innocent party to this complaint and was included by mistake. A subsequent filing by plaintiff in this case styled "Second Amended Complaint For Damages For Inverse Condemnation, Trespass, Nuisance and Waste, dated June 27, 1994, named as the correct defendant Mojave Pipeline Operating Company. This amended filing removed All American Pipeline Company as a defendant in the case.

**SCURLOCK PERMIAN PIPE LINE LLC
RESPONSE TO STAFF DATA REQUESTS
ENG 1.1 – ENG 1.15**

DOCKET NO. 00-0304

ENG 1.13 Provide copies of all tariffs currently in place for Scurlock and explain whether these same tariffs will be in place for All American.

Response: Attached are copies of the following Scurlock Permian Pipe Line LLC tariffs, currently on file with the Commission and in effect. All American will utilize the same tariffs and will refile the same as All American tariffs once certificated.

1. Ill. C.C. No. 1, Local And Joint Tariff Containing Rate Rules And Regulations Governing Transportation Of Crude Petroleum By Pipeline
2. Ill. C.C. No. 2, Local And Proportional Tariff (Enfield to Enfield)
3. Ill. C.C. No. 3, Local Tariff For The Gathering By Pipeline Of Crude Petroleum In The State Of Illinois
4. Ill. C.C. No. 4, Local And Proportional Tariff (Loudon & Sandoval to Patoka)

Also attached is a copy of Scurlock's tariff notice mailing list. This identifies entities with whom Scurlock corresponds about tariff matters, as referenced in the ENG 1.9 response.